

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:

ROYCE HOMES, L.P.
Debtor

CASE NO. 09-32467-H4-7
(Chapter 7)

Rodney Tow, Trustee

Plaintiff

vs.

ADV. NO. 11-03191

John H. Speer, et al.

Jury Trial Demanded

Defendants.

**ANSWER AND COUNTER-CLAIM OF DONNIE LOU SPEER
TO TRUSTEE'S FIRST AMENDED COMPLAINT**
(Refers to Docket No. 89)

Donnie Lou Speer files this Answer and Counter-Claim to the Trustee's Amended Complaint. The paragraph numbers in this Answer correspond to the paragraph numbers in the Amended Complaint.

I. Jurisdiction and Venue

1. Ms. Speer admits that the Trustee has brought this adversary proceeding pursuant to the cited provisions of the Bankruptcy Code, Bankruptcy Rules and state law statutes.
2. Ms. Speer admits that this Court has jurisdiction over this proceeding; however she denies that this Court has authority to enter final orders or to conduct a trial on any of the claims asserted against her.
3. Ms. Speer admits the allegations in this paragraph.

4. Ms. Speer denies that this is a core proceeding or that all the claims in the Amended Complaint are core claims.

II. Parties

A. Plaintiff

5. Ms. Speer admits the allegations in this paragraph.

B. Defendants

1. Amegy Defendant(s)

6. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

7. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

8. No response is required to this paragraph.

2. Speer Related Defendants

9. Ms. Speer admits that John Speer is an individual residing in the State of Texas. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

10. Ms. Speer admits the allegations in this paragraph.

11. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

3. Royce Related Entity Defendants

12. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

13. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

14. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

15. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

16. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

4. Manners Related Defendants

17. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

18. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

19. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

20. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

21. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

22. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

23. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

5. Kopecky Defendant(s)

24. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

III. Factual Background

A. The Bankruptcy Case

25. Ms. Speer admits the allegations in this paragraph.

26. Ms. Speer admits the allegations in this paragraph.

B. General Overview of Facts

27. Ms. Speer admits that Royce Homes was engaged in the business of building and selling single family homes. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth about the remaining allegations in this paragraph and such allegations are therefore denied.

28. Ms. Speer admits the allegations in this paragraph.

29. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

30. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

31. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

32. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

33. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

34. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

35. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

36. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

37. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

38. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

39. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

40. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

41. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

42. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

43. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

44. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

45. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

46. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

47. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

48. Ms. Speer admits the allegations in this paragraph.

49. Ms. Speer denies that she is an offending party, that she received ill-gotten gains, or that the trustee is entitled to recover from her. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

C. Royce Homes

50. Ms. Speer admits that Royce Homes L.P. is a Delaware limited partnership.

51. Ms. Speer admits that Royce Homes L.P. was authorized to do business in Texas. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

52. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

IV. Relationship of Primary Individuals

A. Amegy

53. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

54. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

55. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

56. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

57. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

B. Hammersmith Group

58. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

59. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

60. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

61. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

62. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

63. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

64. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

65. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

66. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

67. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

68. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

69. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

70. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

71. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

72. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

C. Royce Homes

73. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

74. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

75. Ms. Speer admits that she is the ex-wife of John Speer. The remaining allegations of this paragraph are denied.

76. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

77. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

78. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

79. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

80. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

81. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

82. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

83. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

84. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

85. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

86. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

87. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

88. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

89. Ms. Speer admits that at one time, John Ransom was an attorney for John Speer. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

90. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

91. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

D. Manners

92. Ms. Speer admits that Michael Manners was a former owner of Royce Homes.

93. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

94. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

95. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

96. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

97. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

98. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

V. General Assertions/Facts

99. Ms. Speer denies the allegations in this paragraph.

100. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

101. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, the allegations in this paragraph are denied.

VI. Claims

A. Breach of Partnership Agreement

102. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

103. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

104. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

105. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

106. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

107. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

108. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

109. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that this paragraph quotes the cited provision of the Partnership Agreement. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

110. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that this paragraph quotes a portion of the cited provision of the Partnership Agreement. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

111. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that this paragraph quotes a portion of the cited provision of the Partnership Agreement. Ms. Speer lacks knowledge or

information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

112. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that this paragraph quotes a portion of the cited provision of the Partnership Agreement. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

113. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that this paragraph quotes a portion of the cited provision of the Partnership Agreement. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

114. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

115. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

116. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

117. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

1. Amegy Principal Payments

118. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

119. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

120. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

121. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

122. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

123. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

124. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

125. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that the amounts in paragraph 120 total \$10,365,512.55. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

126. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

127. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

128. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

129. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

130. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

131. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

132. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

133. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

134. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

135. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

136. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

137. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

138. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

139. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

140. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

141. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

142. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

143. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

144. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

145. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

146. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

147. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

148. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

149. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

150. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

151. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

152. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

153. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

154. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

155. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

156. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

157. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

158. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

159. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

160. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

161. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

162. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

163. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

164. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

2. Amegy Interest Payments

165. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about whether Royce Homes paid Amegy Bank approximately \$1.5 million in interest payments for Speer's personal loan at Amegy Bank, and such allegations are therefore denied. The remaining allegations in this paragraph are denied.

166. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the allegations in this paragraph and such allegations are therefore denied. The allegations in this paragraph are denied.

167. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

168. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

169. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

170. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

171. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

3. Payments to Manners

172. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

173. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

174. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

175. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

176. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

177. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

178. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

4. Other Speer Distributions/Payments

179. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

180. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

181. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

182. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

183. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

184. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

5. Damages for Breach of Partnership Agreement

185. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph relates to the amount of alleged damages, to which no response is required. To the extent a response is required, the allegations in this paragraph are denied.

B. Breach of Fiduciary Duty

186. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, the allegations are denied.

187. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

188. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

1. Legal Analysis

189. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

190. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

191. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

192. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

193. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

194. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

195. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

196. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

197. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

198. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

199. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

200. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

201. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

202. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

203. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

204. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

205. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

206. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a

belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

207. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

2. Additional Facts Relating to Breach of Fiduciary Duty

208. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

209. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

210. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

211. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

212. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

213. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

214. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

215. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

216. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

217. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

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218. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

219. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

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226. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

227. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

228. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

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249. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

250. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

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251. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

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259. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

260. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

3. Westwood Gardens Asset Stripping

261. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

262. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

263. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

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268. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

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285. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

286. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

4. Watermark Asset Stripping

287. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

288. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

289. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

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301. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

302. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

5. Allard Investment Stripping

303. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

304. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

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314. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

315. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

316. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

6. Conclusion and Damages Relating to Breach of Fiduciary Duty

317. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

318. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

319. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

320. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

321. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

322. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

323. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

324. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

325. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

326. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

327. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

328. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

329. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

330. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

331. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

332. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

333. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph relates to the amount of alleged damages, to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

334. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph relates to the amount of alleged damages, to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

C. Civil Theft/Conversion/Money had and Received

335. This paragraph does not assert allegations against Ms. Speer; no response is required.¹ To the extent a response is required, the allegations in this paragraph are denied.

336. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

337. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

338. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

¹ See Dkt. No. 167, Order Granting In Part And Denying In Part Donnie Lou Speer's Motion To Dismiss The Amended Complaint, dismissing the Trustee's claims for Civil Theft/Conversion as to Donnie Lou Speer.

339. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, the allegations in this paragraph are denied.

340. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, the allegations in this paragraph are denied.

341. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

342. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

343. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

344. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

345. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

346. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

347. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

348. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

349. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

350. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

351. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

352. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

353. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

354. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

355. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

356. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

357. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

358. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

359. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

360. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

361. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

D. Additional Facts Relating to Breach of Fiduciary Duty, Actual Intent to Hinder, Delay, and Defraud and Amegy/Manners Knowing Participation in the Breach

1. Elements of Conspiracy/Aiding and Abetting/Act in Concert

362. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

363. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

364. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

365. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

366. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

367. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

368. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

369. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a

belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

2. Avoiding Reporting the Buyout Obligations on the Royce Balance Sheets

370. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

371. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

372. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

3. Amegy's Complicity

373. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

374. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

375. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

376. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

377. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

378. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

4. Manner's Complicity

379. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

380. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

381. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

382. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

383. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

384. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

385. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

386. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

387. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

5. Failure to Disclose

388. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

389. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

390. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

391. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

392. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

6. Misleading Financial Statements

393. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer admits that John Speer has a CPA background. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and such allegations are therefore denied.

394. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

395. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

396. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

397. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

398. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

399. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

400. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

401. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

402. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

403. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

7. Speer's Conduct Hindered, Delayed and Defrauded Royce Homes Lenders

404. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

405. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

406. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

407. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

408. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

409. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

8. Speer's Conduct Constitutes a Knowing Breach of Fiduciary Duty. Amegy and Manners Aided and Abetted, Conspired and Acted in Concert with Speer.

410. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

411. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

E. Declaratory Judgment and Turnover Against Manners, Saracen, and DWM Holdings as Trustee for Senior Debt

412. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

413. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

414. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

415. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

416. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

417. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

418. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

419. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

420. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

421. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

422. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

423. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

424. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

425. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

426. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

427. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

428. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

429. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

430. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

F. Fraudulent Transfers

1. Fraudulent Transfers Under 11 U.S.C. § 548

431. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies that she is liable under this statute.

432. Ms. Speer denies the allegations in this paragraph.

433. Ms. Speer denies the allegations in this paragraph.

2. Fraudulent Transfers Under 11 U.S.C. § 544 and Tex. Bus. Comm. C. §§ 24.005, 24.006 and 24.010(a) (TUFTA)

434. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

435. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

436. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

437. Ms. Speer denies the allegations in this paragraph.

**3. Fraudulent Transfers Under 11 U.S.C. § 544 and
6 Del.C. §§ 1304, 1305 and 1309 (DUFTA)**

438. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

439. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

440. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

441. Ms. Speer denies the allegations in this paragraph.

Recovery of Avoided Transfers Under 11 U.S.C. § 550

442. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

443. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

6. Recovery of Avoided Transfers Under 6 Del. C. § 1308

444. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

7. TUFTA/DUFTA Creditor Requirement

445. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

8. Actual Intent to Hinder, Delay and Defraud

446. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

447. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

448. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

449. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

450. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

451. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

452. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

453. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

454. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

455. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

456. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

457. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

458. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

459. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

460. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

461. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

462. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

9. Unreasonably Small Capital

463. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

464. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

465. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

466. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

467. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

468. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

469. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

470. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

471. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

472. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

473. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

474. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

475. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

476. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

477. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

478. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

479. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

480. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

481. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

482. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

10. Incurring Debts Beyond Royce Home's Ability to Pay

483. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

484. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

11. insolvency of Royce Homes and Park Lake

485. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

486. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

487. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

488. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

**12. Speer was the Agent for Amegy with Respect to
Dividends, Distributions and Other Amounts Paid
by Royce Homes on and after October 31, 2006**

489. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

490. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

491. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

492. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

493. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

494. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

495. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

496. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

497. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

498. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

499. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

500. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

501. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

502. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

503. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

504. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

505. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

506. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

507. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

508. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

13. Fraudulent Transfers to Amegy

509. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

510. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

511. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

512. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

513. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

514. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

515. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

516. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

517. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

14. Fraudulent Transfers to Manners, Saracen and DWM Holdings

518. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

519. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

520. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

521. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

522. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

523. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

524. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

525. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

526. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

527. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

15. Fraudulent Transfers to Allard Investments

528. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her

response to each incorporated paragraph.

529. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

530. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

531. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

532. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

533. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

534. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

535. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

16. Fraudulent Transfers to MGM Motor Sports

536. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

537. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

538. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

539. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

540. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

541. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

542. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

543. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

**17. Fraudulent Transfers to Speer Relating to the
Amegy Transfers and Manners Transfers**

544. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

545. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

546. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

547. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

548. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

549. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

550. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

551. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

18. Additional Fraudulent Transfers to Speer

552. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

553. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

554. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

555. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

556. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

557. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

558. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

559. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

560. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

561. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

19. Fraudulent Transfers to Kopecky

562. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her

response to each incorporated paragraph.

563. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

564. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

565. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

566. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

567. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

568. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

569. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

20. Fraudulent Transfer Relating to Manner's Salary

570. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

571. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

572. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

573. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

574. This paragraph does not assert allegations against Ms. Speer; no response is

required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

575. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

576. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

577. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

578. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

579. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

580. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

581. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

582. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

583. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

584. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

585. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

21. Fraudulent Transfer of Westwood Gardens

586. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

587. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

588. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

589. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

590. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

591. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

592. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

593. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

594. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

595. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

22. Fraudulent Transfer to Donnie Lou Speer

596. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her

response to each incorporated paragraph.

597. Ms. Speer admits that she received a salary from Royce Homes in 2007 and 2008. The remaining allegations in this paragraph are denied.

598. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

599. Ms. Speer admits that Royce Homes L.P. was contractually obligated to pay her a salary. Ms. Speer denies the remaining allegations in this paragraph.

600. Ms. Speer denies the allegations in this paragraph.

601. Ms. Speer denies the allegations in this paragraph.

602. Ms. Speer denies the allegations in this paragraph.

603. Ms. Speer admits that she received payments from John Speer of \$50,000 a month. Ms. Speer denies that she received the alleged Tax Distributions. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

604. Ms. Speer denies the allegations in this paragraph.

605. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

606. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

607. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

608. Ms. Speers denies that the Donnie Lou Speer Transfers were made to or for her benefit. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

23. Fraudulent Transfer of Speer Compound

609. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

610. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

611. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

612. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

613. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

614. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

615. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

616. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

617. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

618. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

619. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

G. Unjust Enrichment

620. The Trustee's claims against Ms. Speer in this paragraph were dismissed²; no response is required. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

621. The Trustee's claims against Ms. Speer in this paragraph were dismissed; no response is required. This paragraph states a legal conclusion to which no response is required. To the extent a response is required, Ms. Speer denies the allegations in this paragraph.

622. The Trustee's claims against Ms. Speer in this paragraph were dismissed; no response is required. To extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

623. The Trustee's claims against Ms. Speer in this paragraph were dismissed; no response is required. To the extent a response is required, Ms. Speer denies that she was unjustly enriched, or that the Trustee is entitled to recover from her. Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

H. Equitable Subordination of Amegy Liens

624. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required.

² See Dkt. No. 167, Order Granting In Part And Denying In Part Donnie Lou Speer's Motion To Dismiss The Amended Complaint, dismissing the Trustee's claims for Unjust Enrichment as to Donnie Lou Speer.

625. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required.

626. This paragraph adopts and incorporates all factual allegations in the Complaint, so a response is not required. To the extent a response is required, Ms. Speer incorporates her response to each incorporated paragraph.

627. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

628. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

629. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

630. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

631. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

632. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

633. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

634. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

I. Constructive Trust/Equitable Lien

635. This paragraph does not assert allegations against Ms. Speer; no response is required. This paragraph states a legal conclusion to which no response is required.

1. Tax Distributions

636. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

637. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

638. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

639. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

640. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

2. Westwood Gardens MUD Reimbursements

641. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

642. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

643. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

3. Speer Compound

644. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

645. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

646. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

J. Hammersmith Liability Under 11 U.S.C. § 723

647. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information

sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

648. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

649. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

650. This paragraph does not assert allegations against Ms. Speer; no response is required. To the extent a response is required, Ms. Speer lacks knowledge or information sufficient to form a belief about the truth of the allegations in this paragraph and such allegations are therefore denied.

VII. Demand For Jury Trial

651. Ms. Speer made timely demand for jury trial on March 27, 2011.³

VIII. Donnie Lou Speer's Affirmative Defenses

652. The Trustee's claims are barred by the doctrine of single satisfaction.

653. The Trustee's claims are barred by Bankruptcy Code Section 550(d).

654. The Trustee's claims are barred by Bankruptcy Code Section 548(c).

655. The Trustee's claims are barred by Bankruptcy Code Section 550(b), Tex. Bus. & Comm. C. § 24.009 and 6 Del. C. § 1308.

³ Docket No. 72.

- 656. The Trustee's claims are barred by the doctrine of accord and satisfaction.
- 657. The Trustee's claims are barred by the doctrine of payment.
- 658. The Trustee's claims are barred by the doctrine of recoupment.
- 659. The Trustee's claims are barred by the applicable statutes of limitations.
- 660. The Trustee's claims are barred by the doctrine of earmarking.
- 661. The Trustee lacks standing and or capacity to sue.
- 662. The Trustee's claims are barred on equitable grounds under Bankruptcy Code Section 105(a).

IX. Reservation of Rights

663. Ms. Speer reserves all other applicable affirmative defenses. Ms. Speer reserves the right to rely upon any other claim or defense pled by any other party or that may become available or appear, based upon evidence developed in discovery or otherwise, and reserves the right to amend her Answer to assert any such claims or defenses.

XX. Counter Claim for Attorneys' Fees and Costs

664. Ms. Speer requests that this Court award her reasonable attorneys' fees and costs as this court deems equitable and just pursuant to Tex. Bus. & Comm. Code § 24.013.

665. WHEREFORE, PREMISES CONSIDERED, Donnie Speer respectfully asks this Court to grant judgment in her favor on all counts, award her attorneys' fees and costs, and grant such other and further relief, both at law and in equity to which he may be justly entitled.

DATED: September 7, 2011.

Respectfully submitted,

MCKOOL SMITH P.C.

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**COUNSEL FOR DEFENDANT
DONNIE LOU SPEER**

CERTIFICATE OF SERVICE

I hereby certify that on September 7, 2011, a true and correct copy of the foregoing document was served via DLR 5.1 and the ECF system to the parties on the ECF service list or via First Class U.S. Mail, postage paid to the parties listed below:

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